

November 30, 1995

OFICS Filer Support  
SEC Operations Center  
6432 General Green Way  
Alexandria, VA 22312-2413

Gentlemen:

Enclosed is one (1) conforming paper copy of our Certificate Pursuant to Rule 24 Under the Public Utility Holding Company Act of 1935, for the third quarter of 1995, which is being submitted pursuant to Rule 901(d) of Regulation S-T.

Please acknowledge your receipt of this letter and its enclosures by stamping the enclosed copy of this letter and returning it in the enclosed stamped self-addressed envelope.

Sincerely,

Scott R. Frock  
Manager of Finance

Enclosure  
cc: Mr. Robert P. Wason

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned company has duly caused this Certificate to be signed on its behalf by the undersigned thereunto duly authorized.

UNITIL Resources, Inc.

By: /s/ Gail A. Siart  
Gail A. Siart  
Treasurer

Dated: November 30, 1995

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

---

Application of UNITIL Corporation            )  
  )  
and its Subsidiaries on Form U-1            )  
  )  
(File No. 70-8074)                            )  
  )        CERTIFICATE PURSUANT TO  
  )        RULE 24 UNDER THE PUBLIC  
  )        UTILITY HOLDING COMPANY  
  )        ACT OF 1935

---

Pursuant to the requirements of Rule 24 under the Public Utility Holding Company Act of 1935, UNITIL Corporation, on behalf of itself and its subsidiary, UNITIL Resources, Inc. hereby files the attached quarterly report as required by the Securities and Exchange Commission's order approving the formation of a subsidiary company to provide consulting services to non affiliates (HCAR. No. 25816; File No. 70-8074; May 24, 1993).

Exhibit

Exhibit A - Description of the various consulting and other activities undertaken by UNITIL Resources, Inc.

Exhibit B - Statement of the amount of funds invested by UNITIL in UNITIL Resources, Inc.

Exhibit C - Description of staffing.

Exhibit D - Description of the intellectual property.

Exhibit E - Financial Statements.

EXHIBIT A  
Page 1 of 1

Description of Various Consulting and Other Activities Undertaken by UNITIL Resources Inc:

Staff providing services under the assignments listed below (unless otherwise indicated) are located at UNITIL Service Corp. (UNITIL Service), 216 Epping Road, Exeter, NH 03833, where most client work is performed. From time to time staff visit other locations, predominately in New England, representing client interests.

A. Great Bay Power Corporation (GBP) Marketing Agent. UNITIL Resources provides marketing services for power sales from GBP's 12.1324% ownership interest in the Seabrook nuclear power station, pursuant to a Marketing Agent Agreement between GBP and UNITIL Corporation dated April 1, 1993. Services provided by UNITIL Resources in the third quarter of 1995 involved the marketing of power in the wholesale market. Charges to GBP under this contract totalled \$104,623 in the third quarter of 1995.

B. Great Bay Power Corporation (GBP) Management and Administrative Services. UNITIL Resources provides comprehensive management and administrative services to GBP, in a variety of functional areas including accounting, budgeting, finance, risk management (insurance), overview of plant operations, and general management. These services are currently provided pursuant to a Management and Administrative Services Agreement between GBP and UNITIL Corporation dated November 23, 1994. Charges to GBP under this contract totalled \$134,966 in the third quarter of 1995.

C. Kingston-Warren Corporation Consultancy. An agreement was signed as of December 30, 1994 between UNITIL Resources and Kingston-Warren Corporation (K-W) under which UNITIL Resources will assist K-W in the conduct of studies

relating to alternatives to K-W's current retail power supply arrangements.  
No charges have been assessed to date on this contract.

EXHIBIT B

Statement of the Amount of Funds Invested by UNITIL Corporation in UNITIL Resources, Inc.:

The initial investment in UNITIL Resources, Inc. was \$10,000. There has been no further investment.

EXHIBIT C

Description of Staffing:

Staff involved in providing service to UNITIL Resources, Inc. (UNITIL Resources) are located at UNITIL Service Corp. (UNITIL Service). Service is provided to UNITIL Resources pursuant to a service agreement between UNITIL Service and UNITIL Resources dated July 1, 1993. Services provided by UNITIL Service during the third quarter of 1995 included power brokering, regulatory, finance, accounting, and administrative services and ranged in number from twenty-eight to twenty-nine employees on a part-time basis each month. The following are the percentages of UNITIL Service time each month that were expended on UNITIL Resources activities in the third quarter of 1995:

July	5.15%
August	4.60%
September	4.30%

EXHIBIT D

Description of the Intellectual Property:

No intellectual property was purchased or received during the quarter.

EXHIBIT E

UNITIL Resources, Inc.  
(A Wholly-owned Subsidiary of UNITIL Corporation)

STATEMENTS OF EARNINGS  
(UNAUDITED)

Three Months Ended  
September 30,

Nine Months Ended  
September 30,

	1995	1994	1995	1994
Revenues	\$239,590	\$89,161	\$651,260	\$265,600
Operating Expenses:				
Administrative and General	167,516	83,269	417,314	224,736
Total Operating Expenses	167,516	83,269	417,314	224,736
Operating Income	72,074	5,892	233,946	40,864
Nonoperating Income	105	1,170	210	1,643
Earning Before Income Taxes	72,179	7,062	234,156	42,507
Income Taxes:				
Current Federal	22,933	2,451	74,150	13,659
Current State	5,052	501	16,391	2,982
Total Income Taxes	27,985	2,952	90,541	16,641
Net Income	\$44,194	\$4,110	\$143,615	\$25,866

Exhibit E  
Page 2 of 4

UNITIL Resources, Inc.  
(A Wholly-owned Subsidiary of UNITIL Corporation)

BALANCE SHEETS  
(UNAUDITED)

ASSETS:	September 30, 1995	September 30, 1994	December 31, 1994
Current Assets:			
Cash	\$305,802	\$26,855	\$98,715
Accounts Receivable	--	43,807	65,565
Unbilled and Accrued Revenue	25,824	54,779	8,948
Total Current Assets	331,626	125,441	173,228
Deferred Debits	--	136,874	1,483
Total Assets	\$331,626	\$262,315	\$174,711
LIABILITIES AND STOCKHOLDERS EQUITY:			
Current Liabilities:			
Accounts Payable	\$48,799	\$201,247	\$52,003
Taxes Accrued & Other	(1,052)	(30,197)	(17,556)
Total Current Liabilities	47,747	171,050	34,447
Stockholder's Equity:			
Common Stock, \$1.00 par value Authorized - 10,000 shares Outstanding - 10,000 shares	100	100	100
Premium on Common Stock	9,900	9,900	9,900
Retained Earnings	273,879	81,265	130,264
Total Stockholder's Equity	283,879	91,265	140,264
Total Liabilities and Equity	\$331,626	\$262,315	\$174,711

Exhibit E  
Page 3 of 4

UNITIL Resources, Inc.  
(A Wholly-owned Subsidiary of UNITIL Corporation)

STATEMENTS OF CASH FLOWS  
(UNAUDITED)

For the Nine Months Ended  
September 30,

	1995	1994
Net Cash Flow from Operating Activities:		
Net Income	\$143,615	\$25,866
Change in Assets and Liabilities		
(Increase) Decrease in:		
Accounts Receivable	65,564	85,268
Unbilled and Accrued Revenue	(16,876)	(31,594)
Deferred Debits	1,484	(74,512)
Increase (Decrease) in:		
Accounts Payable	(3,204)	72,554
Taxes Accrued & Other	16,504	(55,103)
Net Cash Provided by Operating Activities	207,087	22,479
Net Increase in Cash	207,087	22,479
Cash at beginning of year	98,715	4,376
Cash at September 30,	\$305,802	\$26,855

Exhibit E  
Page 4 of 4

UNITIL Resources, Inc.  
(A Wholly-owned Subsidiary of UNITIL Corporation)

STATEMENTS OF RETAINED EARNINGS  
(UNAUDITED)

	For the Three Months Ended September 30,	
	1995	1994
Retained Earnings, Beginning of Period	\$229,685	\$77,155
Net Income	44,194	4,110
Retained Earnings, End of Period	\$273,879	\$81,265

	For the Nine Months Ended September 30,	
	1995	1994
Retained Earnings, Beginning of Period	\$130,264	\$55,399
Net Income	143,615	25,866
Retained Earnings, End of Period	\$273,879	\$81,265